

Meeting/Committee	Corporation Board Meeting
Date of meeting	16/12/20 (via Google Meet)

1 Declarations of Interest and Eligibility

The Chair requested Governors declare any interests at the appropriate time during the meeting.

2 Welcome, introduction and apologies

Attendees:

Catherine Burn	Chair of the Corporation
Jason Austin	Principal & CEO
Abigail Ward	
Angela Phillips	
Catherine Witherington	
Gareth Owen	
Heather Barnett	
Janet Pryke	
Jennifer Worsdale	
Joanna White	
Katie Curtis	
Monika Rodzos	
Stephen Bulley	
Veronica Bruce-McCoy	

In attendance:

Tracey Mace-Akroyd	Deputy Principal/CEO
Tony De'Ath	Executive Director of Corporate Services
Kate Noble	Executive Director of Finance
Jane Hartog	Executive Director of HR & Marketing
Virginia Parkes	Director of Governance
Clive Howarth	ESFA representative
Catherine Mollart	Head of Corporate Services

Apologies for absence

Lindsey Littlewood
Mirella Palazzo

Addendum

CB welcomed the new Members to the Board, Jennifer Worsdale, Heather Barnett and Abigail Ward.

3 Minutes of the Board meeting held on 14th October 2020

Resolved: The minutes of the meeting held 14th October 2020 were agreed as true and accurate record.

Minutes of the Extraordinary Board meeting held on 12th November 2020

Resolved: The minutes of the meeting held 12th November 2020 were agreed as true and accurate record.

4a Actions outstanding and matters arising from previous minutes

Nothing outstanding or arising that isn't covered under the agenda.

4b Action Progress Report

Item 4 – Mapping of Enrolment figures against target - to be tabled at the next Board Meeting.

Item 6 – The CEO confirmed that the SCR link had been circulated.

Item 7 – Virtual Strategy Day to be discussed in January.

Item 8/9 – To be covered under Risk Management on the Agenda.

5 Appointment of Chair of Finance Committee

Appointment of Chair of the Finance Committee – The Chair advised that she had received nominations for both Janet Pryke and Angela Phillips. However, Angela is wishing to step down from the Board at the end of the year. Therefore, on this basis the Chair recommended Janet Pryke to be appointed as Chair of the Finance Committee.

Resolved: The Board approved to appoint Janet Pryke to Chair of the Finance Committee.

6 CEO update

The CEO gave a presentation on the latest Group Update and highlighted the following areas :

6.1 COVID - The CEO gave an overview of positive cases recorded for both students and staff and by site. The Chair asked what the implications of this was via the wider Track and Trace contacts, the CEO advised that impact had been kept to a minimum and had been well managed.

6.2 – ESFA/FEC Meeting – The CEO advised that the monthly ESFA meeting had covered the standard agenda items including - Progress against the recommendations, Recruitment, Finance, Quality, Capital/Estates, Staffing and Engagement. Clive Howarth (ESFA) advised that the meeting was well structured with useful debate and challenge and confirmed that the College is making good progress across all areas.

FEC Recommendations – The CEO confirmed that the Draft Report is not yet published. However, was able to provide a verbal update from the visit. The CEO advised that in general the FEC Team recognised and acknowledged how much progress the Group had made especially given the challenges of COVID. The Team

commented on the shortfall in the budget and recognised that this was directly linked to COVID. They were pleased with the progress on the sale of the Dinnington Campus.

The CEO advised THE FEC had made two further recommendations:

- a) The CEO and Deputy CEO to monitor the role of the Director of Adult Education.
- b) The Board to ensure mitigating actions in place to contain any shortfall against the budget, Finance Committee are monitoring this extremely closely along with the ED Finance and the Exec Team.

The FEC Team did update on previous recommendations:

- a) Risk Management Process – progress has been made, further work in terms of rolling out through the organisation.
- b) Revolving Credit Facility – March 20201 – this will be achieved by March.
- c) Subcontracting provision – The CEO advised that a strategy will be implemented and the new post of Director of Adult Education will ensure that strategically RNN is well positioned in terms of both Adults and Subcontracted position. Revised Subcontracting Strategy will be presented to the February Board

6.3 – The CEO updated on general FE matters:

- Traineeships - RNN are part of joint bid which has been submitted. The outcome will be known in January with Traineeships starting as early as end of January.
- The Group had taken the decision to continue with Free School Meals throughout the holiday period.
- Ofsted Full Inspections will not commence until September 2021, this will impact on Colleges who currently have an RI grade as they will not be able to deliver T Levels. The CEO had spoken with the ESFA in regards to this matter and equity for Colleges, this had also been taken to Government by the AoC.
- The Group are progressing with a joint bid for Digital Bootcamps.
- The Group are continuing with their involvement in Bridge Court (Workshop Advanced Skills Hub).
- The CEO gave a brief overview of the current position in terms of Exams.
- The CEO advised of the Independent Commission of the Colleges of the Future and briefly explained the key areas/impact and provided a link for Governors to get further information.
- Mass Testing within Schools/Colleges was discussed. The CEO advised that further guidance will be published.
- The White Paper was discussed and the Chair advised how she could see this weaving across governmental departments.

6.4 - The CEO advised that as Tenders over £100k need Board approval, there may be a number of requests for written resolutions in the coming weeks connected with the timescales in achieving the Capital Build Works.

6.5 - The CEO advised that the Director of Apprenticeships had tendered her resignation. The group will recruit to a new role, which could incorporate some of the commercial activity and Higher Levels Skills agenda.

6.6 – Strategy – The CEO had circulated documents relating to Strategic Vision including the Groups' 'Vision on a Page' to which approval was sought. The Vision had

been discussed and agreed at the last Search & Governance committee meeting and subsequently the Staff Voice Group.

The Board agreed that the level of clarity these documents provided was extremely beneficial.

**Agreed: The Board agreed the Strategic 'Vision on a Page'.
Agreed : The Reporting Templates for Vision/KPIs.**

6.7 – The CEO referred to the paper on AoC Pay Increase recommendation, it was recommended that this decision be discussed in detail at the January's Finance Committee, the CEO invited any members of the Board to attend that meeting. The final decision would then be discussed at the Board meeting in February.

Agreed : The Board agreed to the discussion regarding the Pay Award to take place at the January Finance Committee.

7 Committee Chairs Report – Quality & Standards Committee 18 November 2020

The Chair of the Quality & Standards Committee meeting had circulated, within the papers, a Chairs Report. The Chair highlighted the main points of the meeting:

- Discussion had taken place regarding the rigorous Self-Assessment Process. The committee challenged the analysis which had been made where appropriate and cross referenced against the Inspection Handbook.
- The Committee were assured that the level of improvement made did determine the grade of 'Good'. They were assured that areas of risk had robust action plans/monitoring.
- The Chair of the Board said that the area to highlight would be the area of Apprenticeships and to ensure confidence that adequate progress had been made in this area. The Deputy CEO explained the low-level starting point of the Apprenticeship provision and explained some of the KPIs within this area. This area has been graded as requires improvement but it was agreed that enough evidence could be shown to demonstrate rapid progress. HB agreed with this point given the information she had seen.
- The Chair of the Board asked if the resignation of the Director of Apprenticeships would impact on progress made. The Deputy CEO gave assurances that she had been working closely with the Director and that there was a robust team of CTLs within the staffing structure. The Deputy CEO said she would continue to work with the CTLs to ensure progress is continued.
- JW asked about the monitoring of day to day provision and would this be impacted if the new role was to be more strategic. The Deputy CEO explained the current role is strategic it would just be widened to incorporate the Higher Levels Skills. The tier of managers under the Director are the ones who monitor on a daily basis. The Timely achievement is still being hindered by legacy data.
- The Deputy CEO explained the grading structure of each area.
- SAR and QIP have now been uploaded onto the Google drive for all to view.

Recommendation: The Quality & Standards Committee recommend the Board approve the Self-Assessment grade of Good.

Agreed : The Board agreed with the Self-Assessment judgement grade of Good.

8 Committee Chairs Report – Finance Committee 25th November 2020

The Chair of the Finance Committee presented her report giving an overview of the matters discussed at the meeting in November :

- Matters relating to impact of COVID were high on the agenda with discussions around the furloughing of staff and gym membership, the ED: Finance was measuring the impact of this.
- The draft accounts had been viewed, subsequently the auditors have done further work on these, there has been a more recent update which took place at the Audit Committee, this will be covered under the Audit Committee update.
- The Management Accounts & Forecast had been reviewed in depth at the extraordinary meeting in order to meet the ESFA deadline, there had been very little change since then.
- The Bank Loan was discussed, the ED: Finance had met with the Bank and they were comfortable with the current position. The Bank actually paid tribute to the Exec Team and how much had moved in the last 12 months.
- Capital Expenditure – new interim Project Manager had been appointed to manage the projects. The ED: Finance updated on the current position in terms of the works/procurement/tenders.
- Health & Safety to be covered in the Audit Meeting.
- Treasury review will be discussed in January 2021.

9 Committee Chairs Report – Audit Committee 9th December 2020

The Chair of the Audit Committee presented her report giving an overview of the matters discussed at the meeting in December :

- The Chair of the Audit Committee said it was the intention at the December meeting to approve the Accounts, however, this had not been possible. The reason for this was due to the External Auditors not being able to achieve their deadline on the Going Concern Review. Apologies were given from the Auditors to the Audit Committee. The ED: Finance explained that the focus is the 'cash' position but there shouldn't be any major areas of concern. The ED: Finance explained that she is now meeting with the Auditors in January to finalise, this will then need to go through an extra-ordinary Audit Committee review and then an extra-ordinary Board meeting to ensure the deadline of end of January is achieved.
- The Chair of the Audit Committee said she had expressed her disappointment with the Auditors as the ED: Finance had hit all the deadlines for the completion of the accounts. They have given assurances that the new timeline will be achieved.
- The Chair of the Finance Committee said they had pressed the Auditors as to the impact of the delay in terms of the going concern and said she had received a level of assurance they were satisfied and it was just a matter of her reviewing.

- The Chair discussed the Internal Audit Reports :
 - a) Health & Wellbeing – an excellent report with many areas of 'green' especially given how staff are feeling in the current climate. There had been many measures taken to help with health & wellbeing. The Chair of the Audit Committee passed her thanks to the HR team.
 - b) Health & Safety – the report had areas of actions which the ED: Corporate Services is aware of and action plans have been implemented to address. This item would come back to the Audit Committee until assurances were received that each area of concern had been addressed. The Chair asked how these issues were unnoticed and asked if it should be a standing item on the Board Agenda. The Chair of the Audit Committee said it would definitely come through Audit for the actions identified in the report, with the Finance Committee covering the ongoing business relating to Health & Safety. Agreed to be a standing item for the Finance Committee and come through to Board via the report.
- Annual Report of the Audit Committee had been delayed due to the Accounts, this would be addressed in January.

Action : The ED: Finance to circulate the draft accounts and highlight the Going Concern paper in advance of the January meetings, changes in January can then be highlighted.

Agreed: To change the name of the Finance Committee to the Finance & General Purpose Committee – a revised Terms of Reference will be required.

Agreed : The Safeguarding & EDI report will feed through to the Audit Committee and then through to Board.

Agreed : The date for the Extraordinary Board Meeting would be the 26th January 2021.

10 Risk Management Update

The ED: Finance advised that she was in the process of procuring a risk management software. This will help facilitate the rollout/embedding of Risk Management across the Group and give managers ownership of departmental Risk Registers. This is also a recommendation from the FEC.

The ED: Finance will make a proposal to Executive Team regarding a system to implement. The Chair asked what the Board would see/review as managing risk was a major area of focus for the Board. The ED : Finance advised that the Board would get the full detail of the risks and then changes on an ongoing basis, the Chair of the Audit Committee advised this is how the process usually works.

11 Safeguarding, Prevent Report and EDI (standing item)

The Deputy CEO presented her report giving an overview of the key matters:

- The Deputy CEO explained that issues with the EdAware software is not impacting on the monitoring of Safeguarding, it is purely a software issue ensuring it aligns with our MIS systems.
- Prevent – 10-minute takeover – these have been implemented to check learners understanding of Prevent agenda.

- The Deputy CEO highlighted engagement with **Operation Encompass** – since signing up w/c 2/11/2020 there has been 5 (2 for 1 learner) notifications relating to learners who are victim or witnesses of domestic abuse incidents attended by the police.
- The Deputy CEO advised that for the first time general health concerns have overtaken mental health (69/62), this is down to the Wellbeing team recording face mask exemptions on welfare/confidential comments due to the sensitive nature behind some of the exemptions.
- The reporting, recording and support measures are continuing and Togetherall (Mental health support) is proving a useful tool for students/staff.
- The Deputy CEO advised that the Safeguarding/Prevent lead, Chris Sybenga had made suggestions for change to the Action Plan, the Safeguarding and E&D Committee had approved the changes and this had been implemented.

12 Governance Items

12.1 : The Director of Governance gave an overview of activities taking place :

- The Director of Governance explained that Governor 1:1 meetings had taken place.
- Appraisals for Chair of Sub-Committees had taken place.

Recommendations :

- **Meetings to be scheduled 15 mins prior to start time to allow for any technical difficulties to be rectified.**
- **Chair / Director of Governance to meet to agree order of business.**

Both recommendations were agreed by the Board.

12.2 : Student Governor Induction – AW attended an external governor induction which had been very useful.

Ratification of written resolutions (12.3 was discussed at the start of the meeting to enable Governors to take an active part in the meeting)

12.3 : The Chair requested formal ratification for the recent written resolutions as set out the governance report circulated which were:

- 12th November – appointment of Abigail Ward to the Board. This was approved by the required number of governors and the board are now asked to formally ratify that decision.
- 20th November – appointment of Heather Barnett and Jenny Worsdale to the Board. This was approved by the required number of governors and the board are now asked to formally ratify that decision.

The Chair advised that Jennifer Worsdale will join both the Quality & Standards Committee and Finance Committees and Heather Barnett will join the Quality & Standards Committee. Jo White will also join the Audit Committee.

Resolved: The board gave formal ratification to those two items approved via written resolution.

13

The Director of Governance had circulated the following policies for approval and talked through :

- Student Finance Policy – The Director of Governance talked through the main changes
- Recruitment Policy – following discussion it was decided that the final version of this policy will be submitted to the Board at a later date. The Deputy CEO asked for this policy to flow back through the internal process prior to coming to Board as the impact assessment will need to be reviewed.
- Health & Wellbeing Policy – a new policy for approval.
- Bereavement Policy – a new policy for approval.

The Chair of Audit Committee asked about the Group response to the Governments position on Unconscious Bias. The ED : HR said that training will continue as part of Equality & Diversity Training.

Agreed: The Board approved the Student Finance Policy the Health & Wellbeing Policy and the Bereavement Policy.

14

Any other items of urgent business

None stated.

15

Date and time of next meeting

Tuesday 26th January at 5.00pm (extraordinary meeting)
Wednesday 10th February at 5pm

The meeting closed at 6.35pm

Signed _____ Chair

Date _____